



CORPORATION SERVICE COMPANY

RECORDATION NO. 26205-C FILED

MAR 12 '07

4-27 PM

SURFACE TRANSPORTATION BOARD

March 8, 2007

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street NW Suite 70  
Washington, DC 20423  
202-565-1656

RE: 793073/005

Dear Barbara:

Please process the enclosed documents for the service indicated below:

**COMMIT DATE: 03/23/2007**

**PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.**

**Secondary STB Filing**

A check is enclosed in the amount of \$34.00 to: Surface Transportation Board

**Mailing instructions:**

Forward the filing acknowledgement to our office. Appropriate FedEx envelopes have been provided for your use.

**Special instructions:**

Lessee:

Elbow River Marketing Limited Partnership  
Suite 3990, 855-2<sup>nd</sup> Street SW  
Calgary, AB T2P4J7

Lessor:

The CIT Group/Equipment Financing, Inc.  
1211 Avenue of the Americas, 20<sup>th</sup> Floor  
New York, NY 10036

Thank you for your assistance in this matter.  
Sincerely,

April O'Shea 1-800-995-5071 ext. 3813  
Motor Vehicle Specialist

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 6<sup>TH</sup> day of MARCH, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and ELBOW RIVER MARKETING LIMITED PARTNERSHIP, a limited partnership formed under the laws of the Province of Alberta, with an address at Suite 3990, 855-2nd St. SW, Calgary, AB T2P 4J7 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of November 8, 2005 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on FEBRUARY 21, 2006 and given Recordation Number 26205.

WHEREAS, the Parties have entered in to an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set for the in **Schedule A** hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: William P. O'Brien  
Name: William P. O'Brien  
Title: Vice President

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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ELBOW RIVER MARKETING LIMITED PARTNERSHIP,  
by its Manager, ELBOW RIVER MARKETING CORPORATION

By: M.D. Brown  
Name: M.D. Brown  
Title: General Manager

# Schedule A

## Number of Cars

## Equipment Description

50 28,000 through 31,000 gallon capacity tank cars, non coiled, non insulated

1	DBUX	208820
2	DBUX	208821
3	DBUX	208822
4	DBUX	208823
5	DBUX	208824
6	DBUX	208825
7	DBUX	208826
8	DBUX	208827
9	DBUX	208828
10	DBUX	208829
11	DBUX	208830
12	DBUX	208831
13	DBUX	208833
14	DBUX	208834
15	DBUX	208835
16	DBUX	208836
17	DBUX	208837
18	DBUX	208838
19	DBUX	208839
20	DBUX	208840
21	DBUX	208841
22	DBUX	208842
23	DBUX	208843
24	DBUX	208844
25	DBUX	208845
26	DBUX	208846
27	DBUX	208847
28	DBUX	208848
29	DBUX	208849
30	DBUX	208851
31	DBUX	208852
32	DBUX	208853
33	DBUX	208854
34	DBUX	208859
35	DBUX	208860
36	DBUX	208861
37	DBUX	208866
38	DBUX	208868
39	DBUX	208870
40	DBUX	208873
41	DBUX	208874
42	DBUX	208878
43	DBUX	208880
44	DBUX	208886
45	DBUX	208887
46	DBUX	208888
47	DBUX	208891
48	DBUX	208892
49	DBUX	208893
50	DBUX	208894